

DECLARATION, POWER OF ATTORNEY AND PETITION

We, Mark G. Geiger, Paul G. Begum, Sean McElroy, and Marlow Draney, declare: that we are citizens of the United States of America; that our residences and post office addresses are 930 E. Lilypad Bay, Draper, Utah 84020, 2608 Nottingham Way, Salt Lake City, Utah 84108, 258 Rawlins Lane, Draper, Utah 84020, and 5178 Lucky Clover Lane, Murray, Utah 84123, respectively; that we verily believe we are the original, first, and joint inventors of the subject matter of the invention or discovery entitled ELECTRONIC SHOPPING CART DISPLAY SYSTEM, for which a patent is sought and which is described and claimed in the specification attached hereto; that we have reviewed and understand the contents of the above-identified specification, including the claims; and that we acknowledge the duty to disclose information which is material to the examination of this application in accordance with Section 1.56(a) of Title 37 of the Code of Federal Regulations.

We declare further that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful, false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful, false statements may jeopardize the validity of the application or any patent issuing thereon.

We hereby appoint as our attorney Paul S. Evans, Registration No. 36,130, with full power of substitution and revocation, to prosecute this application and to transact all business in the

Patent and Trademark Office connected therewith. All correspondence and telephonic communications should be directed to:

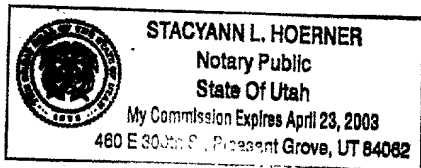
PAUL S. EVANS
1661 Somerset Court
Farmington, Utah 84025

Wherefore, we pray that Letters Patent be granted to us for the invention or discovery described and claimed in the foregoing specification and claims, declaration, power of attorney, and this petition.

Signed at Salt Lake City, Utah this 31 day of May, 2001.

As witnessed here before
me, Stacyann L. Hoerner
on this the 31st day of
May, 2001.

Stacyann L. Hoerner
My Commission
expires 4/23/03



Inventor: Mark G. Geiger
Mark G. Geiger
930 E. Lilypad Bay
Draper, Utah 84020

Inventor: Paul G. Begum
Paul G. Begum
2608 Nottingham Way
Salt Lake City, Utah 84108

Inventor: Sean McElroy
Sean McElroy
258 Rawlins Lane
Draper, Utah 84020

Inventor: Marlow Draney
Marlow Draney
5178 Lucky Clover Lane
Murray, Utah 84123